

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF NEW YORK**

In re:)
) Chapter 11
DELPHI CORP) Case No. 05-44481
)
Debtor.) Schedule No.

**NOTICE OF TRANSFER OF CLAIM
PURSUANT TO BANKRUPTCY RULE 3001(e) (1)**

To: Transferor: I2 Technologies, Inc.
11707 Luna Road
Dallas TX, 75234
ATT: Jack Carney & Tim Sheppard

Your total general unsecured claim against the Debtor in the amount of \$123,119.35 has been transferred to:

Transferee: SPCP GROUP, L.L.C.
2 Greenwich Plaza
Greenwich, CT 06830
Attention: Brian Jarman

No action is required if you do not object to the transfer of your claim. However, IF YOU OBJECT TO THE TRANSFER OF YOUR CLAIM, WITHIN 20 DAYS OF THE DATE OF THIS NOTICE, YOU MUST:

- **FILE A WRITTEN OBJECTION TO THE TRANSFER with:**
Clerk of the Court
United States Bankruptcy Court for the
Southern District of New York
One Bowling Green
New York, NY 10004
- **SEND A COPY OF YOUR OBJECTION TO THE TRANSFeree:**
Refer to INTERNAL CONTROL No. _____ in your objection.
If you file an objection, a hearing will be scheduled.

IF YOUR OBJECTION IS NOT TIMELY FILED, THE TRANSFeree WILL BE SUBSTITUTED ON OUR RECORDS AS THE CLAIMANT.

Clerk of the Court

FOR CLERK'S OFFICE USE ONLY:

This notice was mailed to the first named party, by first class mail, postage prepaid, on _____, 2006.
INTERNAL CONTROL NO. _____

Copy: (check) Claims Agent _____ Transferee _____ Debtor's Attorney _____

Deputy Clerk

**EXHIBIT A TO
ASSIGNMENT OF CLAIM**


EVIDENCE OF TRANSFER OF CLAIM

TO: THE DEBTOR AND THE BANKRUPTCY COURT

For value received, the adequacy and sufficiency of which are hereby acknowledged, **I2 TECHNOLOGIES, INC.** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **SPCP GROUP, L.L.C.**, as agent for Silver Point Capital Fund, L.P. and Silver Point Capital Offshore Fund, Ltd., ("Assignee") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, claims in the aggregate amount of \$123,119 (the "Assigned Claim"), against Delphi Corp. ("Debtor"), the debtor-in-possession in Case No. 05-44481 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court in respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the Assigned Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the foregoing claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this Evidence of Transfer of Claim is executed on November 7, 2006.

By: 
Name of person signing: Tim Sheppard
Title of person signing V.P. Finance

In re: DELPHI CORPORATION Debtor, Case No. 05-44481 Entity #2

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM, IF CLAIM IS SUBJECT TO SETOFF, SO STATE	CONTINGENT, UNLIQUIDATED DISPUTED	AMOUNT OF CLAIM
1615260 - 10398733 I2 TECHNOLOGIES 11701 LUNA RD DALLAS TX 75234	ACCOUNTS PAYABLE		\$123,119.35
1549735 - 10394606 IAM LOCAL 78 Attn JEFF CURRY 7435 S. HOWELL AVE OAK CREEK WI 53154	UNION AGREEMENTS	Contingent, Disputed, Unliquidated	Unknown
1549736 - 10394607 IBEW LOCAL 663 Attn RANDAL MIDDLETON W233 S8625 CHATEAU LN BIG BEND WI 53103	UNION AGREEMENTS	Contingent, Disputed, Unliquidated	Unknown
1562314 - 10108844 IBM CORPORATION NEW ORCHARD RD ARMONK NY 10504	ENVIRONMENTAL CLAIMS CERCLA: MERCURY REFINING SUPERFUND SITE PRP	Contingent, Disputed, Unliquidated	Unknown
1562315 - 10108845 ICI AMERICAS, INC 10 FINDERNE AVE BRIDGEWATER NJ 8807	ENVIRONMENTAL CLAIMS CERCLA: MERCURY REFINING SUPERFUND SITE PRP	Contingent, Disputed, Unliquidated	Unknown
1131927 - 10003044 ICKES ARTHUR D (Address on File)	SERP	Contingent, Unliquidated	Unknown
1644038 - 10395290 ILLIANA DISPOSAL & RECYCLING 865 WHEELER STREET CROWN POINT IN 46307	ENVIRONMENTAL CLAIMS POTENTIAL CLAIM ARISING FROM ENVIRONMENTAL SERVICE PROVIDERS	Contingent, Disputed, Unliquidated	Unknown
1561175 - 10107457 ILLINOIS ATTORNEY GENERAL'S OFFICE ENVIRONMENTAL BUREAU Attn JIM MORGAN 500 S. 2ND STREET SPRINGFIELD IL 62706	ENVIRONMENTAL CLAIMS CERCLA: SANDOVAL	Contingent, Disputed, Unliquidated	Unknown
1561176 - 10107458 ILLINOIS ENVIRONMENTAL PROTECTION AGENCY Attn CHIRS PERZAN DIV OF LEGAL COUNSEL 1021 N. GRAND AVENUE E SPRINGFIELD IL 62794	ENVIRONMENTAL CLAIMS CERCLA: SANDOVAL	Contingent, Disputed, Unliquidated	Unknown
1561177 - 10107459 ILLINOIS ENVIRONMENTAL PROTECTION AGENCY 1021 NORTH GRAND AVENUE EAST P.O. BOX 19276 SPRINGFIELD IL 62794-9276	ENVIRONMENTAL CLAIMS REGULATORY MATTERS: REGULATORY AGENCIES	Contingent, Disputed, Unliquidated	Unknown
1561178 - 10107460 ILLINOIS SMELTING & REFINING CO. 3637 S. ALBANY CHICAGO IL 60632	ENVIRONMENTAL CLAIMS CERCLA: SANDOVAL	Contingent, Disputed, Unliquidated	Unknown